

N96000004906

BROAD AND CASSEL
ATTORNEYS AT LAW

MURRAY D. BIRAR, P.A.
MIKE BIAL, P.A.
JEFFREY A. BOUTON, P.A.
PATRICIA BRONK, P.A.
C. ERH BIRNER, P.A.
ROBERT D. BATTIN, P.A.
RICHARD S. M. PARLANIA, P.A.
C. DAVID BRONK, II, P.A.
P. VERNON BRUNETT
MARTIN S. CASSEL, P.A.
CLIFFORD I. HIRTH, P.A.
ARVIN I. JAFFE, P.A.
M. STEPHEN TURNER, P.A.
RALPH C. DATILLO, P.A.
DOUGLAS L. MANNINGBER, P.A.
MARTIN E. PERIN, P.A.
MICHAEL A. DRIMM, P.A.
ANTHONY W. PALMA, P.A.
ANDREW D. BARKIN
CHARLES E. STRATTON, P.A.
JAMES R. WATERS, P.A.
WILLIAM C. PHILLIPS, P.A.
ALAN E. LEBERMAN, P.A.

DAVID L. IMPERATO, P.A.
DAVID E. MILLER, P.A.
ROBERT T. BROWN, P.A.
ANTHONY COZZIN, P.A.
ANILY GOVARTHERY NINIRIN, P.A.
KATHLEEN M. ALIHOON, P.A.
JAMES I. WINKLER, P.A.
JEFFREY F. DUBINAR, P.A.
ANDREW B. TURNER, P.A.
MARK D. TURNER
THOMAS C. TAYLOR, P.A.
PETER M. DANIELLO, P.A.
JACK E. BLIJJOTT, P.A.
VICTORIA KAMBY JOHNSON, P.A.
JOHN I. BUNAK, P.A.
JOHN A. BANTON, JR., P.A.
NINA S. GURTON, P.A.
STEVEN BLIJJON
AMY E. SCHIABER, P.A.
DOROTHY H. JOHNSON, P.A.
RONALD M. GACHA, P.A.
RICHARD M. MILLAN, P.A.
LINDSEY SCHILLER, P.A.

ANNE MUYICE BRANAN, P.A.
A. JEFFRY BUNNIN, P.A.
DALE S. BRIDMAN, P.A.
MARNIALE S. HARRIS, P.A.
JAY AIDAMS
DAWN LAMFORD BOWLING
JOYCE L. BIRNH
PAUL ANELLO
KATHLEEN L. CRUTCHEN
JEFFREY J. MITER
BARBARA M. CASILLAS
MICHAEL S. BRUCHER
BOY S. ROBERT
MICHAEL P. F. O'NEILL
MICHAEL P. JINDO, JR.
D. CHRISTOPHERE KILLER
RICHARD M. BRUNUM
DOUGLAS E. STARCHER
GARY F. LEHMAN
DAVID J. POWERS
JONATHAN J. ELLIS
ANDREW A. BRICH
KATHLEEN CARTER

JANE S. PALMIRE
ROBERT ALPHEE, JR.
ROBERT P. MALINNY
KEITH P. WIRTH
NIGAR A. BIRME
TAMARA CARMICHAEL
RONI PARISI RAMON
PETER M. BRUNHART
LEON ANH MURVIN
LINDA C. PRATZER
STEVE WAGNER
MICHAEL MANTHE
STEVEN MICHAEL STAM
T. ERVIN TAYLOR
LARRY J. FRIJMO
DAVID A. BARRIS
DAVID P. LEON
DORIS R. PUTTNER
JENNIFER STEWARD
CARL S. BORN
CARLOS G. FERNANDEZ
KELLY P. CAMPBELL

SUITE 1100
390 NORTH ORANGE AVENUE
ORLANDO, FLORIDA 32801
PO Box 4961 (32802-4961)
(407) 839-4200
FAX (407) 425-8377

DE LORENZO
WIRFORD BRIDAL
ALVIN CASSEL
NORMAN BRIDAL, P.A.
JAMES S. CASSEL, P.A.
E. BURTON SPEAKER
WILLIAM M. BOWLAND, JR., P.A.
WANDA L. BROWN
ALAN M. ORSLACH
KENNETH SHERMAN
WILLIAM F. BURNS
JOEL B. LAURENCE

September 17, 1996

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

400001952964
-09/20/96--01065--001
****122.50 ****122.50

RE: Helping Paws Humane Society, Inc.

Dear Sir/Madam:

Enclosed for filing, please find an original and one (1) copy of the proposed Articles of Incorporation of Helping Paws Humane Society, Inc., together with check number 1531 in the amount of \$122.50, representing the filing fee for said articles. Please return a certified filed copy of the enclosed to the undersigned at your earliest convenience.

Sincerely,

Helen Brock Ford
Helen Brock Ford
Paralegal

96 SEP 20 PM 4: 28
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

/hbf
Enclosures

nc SEP 20 1996

**ARTICLES OF INCORPORATION
OF
HELPING PAWS HUMANE SOCIETY, INC.**

FILED
99 SEP 20 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 617 of the Florida Business Corporation Act, the undersigned hereby submits the following Articles of Incorporation of Helping Paws Humane Society, Inc., a Florida not-for-profit corporation.

ARTICLE I - NAME

The name of this corporation is **HELPING PAWS HUMANE SOCIETY, INC.**

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business of the corporation is 4407 Teka Lane, St. Cloud, Florida 34772. The mailing address of the corporation is 4407 Teka Lane, St. Cloud, Florida 34772.

ARTICLE III - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 4407 Teka Lane, St. Cloud, Florida 34772 and the initial registered agent of this corporation at that address is Donna S. Clapp.

ARTICLE IV - INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Donna S. Clapp	4407 Teka Lane St. Cloud, Florida 34772

ARTICLE VI - ELECTION OF OFFICERS AND BOARD OF DIRECTORS

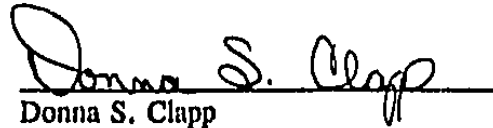
The officer and members of the Board of Directors will be elected in accordance with the By-laws of the Corporation.

ARTICLE VII - PURPOSE OF ORGANIZATION

The Corporation is organized for the exclusive purpose of preventing cruelty to animals.

As such, the Corporation will apply for exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 11th day of September, 1996.


Donna S. Clapp

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is **HELPING PAWS HUMANE SOCIETY, INC.**
2. The name and address of the registered agent and office is:

Donna S. Clapp
4407 Teka Lane
St. Cloud, Florida 34772

**HELPING PAWS HUMANE SOCIETY,
INC.**

By: Donna S. Clapp
Donna S. Clapp

Title: Incorporator

Dated this 11th day of September, 1996.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF HER DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF HER POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0503, FLORIDA STATUTES.

Donna S. Clapp
Donna S. Clapp

Dated this 11th day of September, 1996.



THE UNITED STATES CORPORATION COMPANY

N96000004906

ACCOUNT NO. : 072100000032

REFERENCE : 219371 4381472

AUTHORIZATION :

COST LIMIT : \$ PREPAID

STAMP: JAN 13 1997

ORDER DATE : January 13, 1997

ORDER TIME : 10:08 AM

ORDER NO. : 219371-005

CUSTOMER NO: 4381472

200002055462--0
-01/13/97--01030--015
*****87.50 *****87.50

CUSTOMER: Tracy J. Corbitt, Legal Asst
Broad And Cassel
390 N. Orange Avenue
Suite 1100
Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME: HELPING PAWS HUMANE SOCIETY,
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

N. HENDRICKS JAN 16 1997

EXAMINER'S INITIALS:

I corrected the Statute #.

Member approval statement was wrote
in by CSC or by the client



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 13, 1997

CSC - DANIEL LEGGETT

TALLAHASSEE, FL

SUBJECT: HELPING PAWS HUMANE SOCIETY, INC.
Ref. Number: N96000004906

We have received your document for HELPING PAWS HUMANE SOCIETY, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 897A00001677



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 15, 1997

CSC

TALLAHASSEE, FL

SUBJECT: HELPING PAWS HUMANE SOCIETY, INC.
Ref. Number: N96000004906

We have received your document for HELPING PAWS HUMANE SOCIETY, INC. and your check(s) totalling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Nonprofit corporations do not have shareholders. Please delete any reference to shareholders in the document. (Section Four (4))

Please correct your document to reflect that it is filed pursuant to the correct statute number.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 097A00002065

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
HELPING PAWS HUMANE SOCIETY, INC.

97 JAN 13 2 12 PM '98
SECRET

Pursuant to the provisions of Chapter 617, Florida Statutes, the undersigned corporation adopts the following Articles of Incorporation:

FIRST: The name of the corporation is Helping Paws Humane Society, Inc.

There are no members entitled to vote.

SECOND: The following amendment of the Articles of Incorporation was adopted by the corporation:

ARTICLE V is added to the Articles of Incorporation as follows:

ARTICLE V

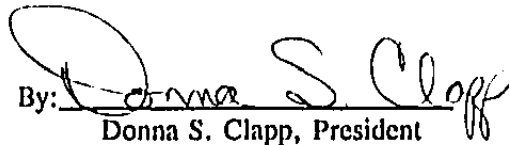
a. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

b. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be

distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

THIRD: The amendment was adopted by the Board of Directors on the 7th day of January, 1997.

HELPING PAWS HUMANE SOCIETY, INC.

By: 
Donna S. Clapp, President